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FLORIDA PROFIT/NON PROFIT CORPORATION

becontree farm, inc.

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ARTICLES OF INCORPORATION  
OF  
BECONTREE FARM, INC.

THE UNDERSIGNED PARTIES TO THESE ARTICLES OF INCORPORATION,  
NATURAL PERSONS COMPETENT TO CONTRACT, HEREBY INCORPORATE A  
CORPORATION FOR PROFIT UNDER THE LAWS OF THE STATE OF FLORIDA.

ARTICLE 1-NAME

THE NAME OF THE CORPORATION SHALL BE: BECONTREE FARM, INC.

ARTICLE 11--PRINCIPAL OFFICE

THE PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS OF THIS  
CORPORATION SHALL BE: 2862 PERSHING ST. HOLLYWOOD, FLA, 33020.

ARTICLE 111-CAPITAL STRUCTURE

THE CORPORATION IS AUTHORIZED TO ISSUE ONE THOUSAND SHARES OF  
COMMON STOCK, EACH SHARE HAVING A PAR VALUE OF ONE DOLLAR.

ARTICLE IV-REGISTERED AGENT

THE NAME & ADDRESS OF THE REGISTERED AGENT IS: ELAINE DAVIS  
LEVINE, 2643 BARBARA DRIVE, HARBOR BEACH, FLA, 33316

ARTICLE V-INCORPORATORS

THE NAME & ADDRESS OF THE INCORPORATORS TO THESE ARTICLES OF  
INCORPORATION ARE: ELAINE DAVIS LEVINE, & LOUIS LEVINE OF 2643  
BARBARA DRIVE, HARBOR BEACH, FLA. 33316.

THE UNDERSIGNED HAVE EXECUTED THESE ARTICLES OF INCORPORATION.

*Elaine Davis Levine* President  
SIGNATURE & TITLE  
*Louis Levine* Sec. Treas.  
SIGNATURE & TITLE

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#### ARTICLE VI-PURPOSE

THE CORPORATION IS ORGANIZED FOR THE FOLLOWING PURPOSES:

1) FOR THE PURPOSE OF TRANSACTING ANY AND ALL LAWFUL BUSINESS PERMITTED UNDER THE LAWS OF THE UNITED STATES AND OF THE STATE OF FLORIDA.

2) FOR THE PURPOSE OF ENGAGING IN ANY ONE OR MORE OF THE ACTS HEREIN SET FORTH.

#### ARTICLE VII-VOTING RIGHTS

EXCEPT AS OTHERWISE PROVIDED BY LAW, THE ENTIRE VOTING POWER FOR THE ELECTION OF DIRECTORS AND FOR ALL OTHER PURPOSES SHALL BE VESTED EXCLUSIVELY IN THE HOLDERS OF THE OUTSTANDING SHARES OF COMMON STOCK.

#### ARTICLE VIII--PRE-EMPTIVE RIGHTS

EVERY SHAREHOLDER, UPON THE SALE FOR CASH OF ANY NEW STOCK OF THIS CORPORATION OF THE SAME KIND AS THAT WHICH HE ALREADY HOLDS, SHALL HAVE THE RIGHT TO PURCHASE HIS PRORATED SHARE THEREOF (AS NEARLY AS MAY BE DONE WITHOUT ISSUANCE OF FRACTIONAL SHARES) AT THE PRICE AT WHICH IT IS OFFERED TO OTHERS.

#### ARTICLE IX-INITIAL BOARD OF DIRECTORS

THE CORPORATION SHALL HAVE (2) DIRECTORS INITIALLY. THE NAME AND ADDRESS OF THE INITIAL DIRECTORS OF THIS CORPORATION ARE ELAINE DAVIS LEVINE & LOUIS LEVINE, BOTH OF 2643 BARBARA DR., HARBOR BEACH, FLA. 33316

#### ARTICLE X-TERM OF EXISTENCE

THIS CORPORATION SHALL HAVE PERPETUAL EXISTENCE, UNLESS SOONER DISSOLVED ACCORDING TO LAW. CORPORATE EXISTENCE SHALL COMMENCE ON THE DATE THESE ARTICLES ARE EXECUTED.

ARTICLE X1-OFFICERS

THE CORPORATION SHALL HAVE A PRESIDENT & SECRETARY-TREASURER, AND SUCH OTHER AND/OR ADDITIONAL OFFICERS AS MAY BE CREATED FROM TIME TO TIME BY AND AUTHORIZED BY, ITS BYLAWS. IN WITNESS WHEREOF, WE HAVE HEREUNTO SET OUR HAND AND SEAL, ACKNOWLEDGED AND FILED THE FOREGOING ARTICLES OF INCORPORATION UNDER THE LAWS OF THE STATE OF FLORIDA, THIS EIGHTH DAY OF DECEMBER, 2006.

*Elaine Davis Levine*  
*Sec. Treas.*

CERTIFICATE OF DESIGNATION

REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OF THE FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

- 1) THE NAME OF THE CORPORATION IS: BECONTREE FARM, INC.
- 2) THE NAME & ADDRESS OF THE REGISTERED AGENT & OFFICE IS:  
ELAINE DAVIS LEVINE, 2643 BARBARA DR., HARBOR BEACH, FLA.  
33316

*Elaine Davis Levine*  
-----  
SIGNATURE CORPORATE OFFICER  
*Sec. Treas.*  
-----  
TITLE  
*12/8/2006*  
-----  
DATE

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HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATE CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT..

*Elaine Davis Levine*

ELAINE DAVIS LEVINE

*December 8, 2006*  
DATE

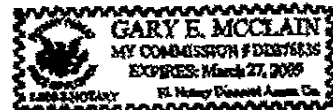
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STATE OF FLORIDA )  
COUNTY OF BROWARD )

I HEREBY CERTIFY THAT ON THIS 8TH DAY OF DECEMBER, 2006 PERSONALLY CAME AND APPEARED BEFORE ME, THE UNDERSIGNED AUTHORITIES, ELAINE DAVIS LEVINE & LOUIS LEVINE, TO ME WELL KNOWN, AND KNOWN TO ME TO BE THE PERSONS DESCRIBED IN AND WHO ACKNOWLEDGED TO ME THAT THEY EXECUTED THE FOREGOING CERTIFICATE OF INCORPORATION AS THEIR FREE AND VOLUNTARY ACT AND DEED AND FOR USES AND PURPOSES EXPRESSED THEREIN.

IN WITNESS WHEREFOR, I HAVE HEREUNTO SET MY HAND AND SEAL ON THE DAY AND YEAR FIRST ABOVE WRITTEN.

*Gary E. McClain*  
NOTARY PUBLIC  
MY COMMISSION EXPIRES:



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